

BOARD OF DIRECTORS MEETING
Port Authority of the Cayman Islands
45A Harbour Drive
April 28, 2016
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A meeting of the Port Authority of the Cayman Islands Board of Directors was held on Thursday, April 28, 2016 at the Port Administration Building, 45A Harbour Drive, Grand Cayman, Cayman Islands. Chairman Errol Bush called the meeting to order at 1:11 p.m. and welcomed attendees.

- **Board Member Attending:**

- Mr Errol Bush, MBE - Chairman
- Mr. Gerald Kirkconnell – Deputy Chairman
- Mr. Stran Bodden – (Ministry of DAT&T)
- Mr. Ashton Bodden, JP
- Ms. Jacqueline Scott
- Mr. Robert Foster
- Mr. Arek Joseph, OBE
- Mr. Woodward DaCosta
- Mr. Randy Whittaker – (Customs)
- Mr. Clement Reid – Secretary

- **Other Attendees:**

- Mr. Will Jacobs - PACI
- Mr. James Parsons – PACI
- Mr. Joseph Woods – PACI

1. **Apologies for Absence(s):**

- Mr. Michael Nixon – (Ministry of Finance)
- Mr. Charles Clifford – (Customs)

2. **Confirmation of minutes:**

Minutes for Meeting # 393 were approved by the Board and a motion to accept the minutes was moved by Mr. Arek Joseph and seconded by Mr. Gerald Kirkconnell.

Handwritten signatures in black ink, including a signature that appears to be 'CJ' and another that appears to be 'CR'.

Minutes for Meeting # 394 were approved by the Board and a motion to accept the minutes was moved by Mr. Ashton Bodden and seconded by Ms. Jacqueline Scott.

3. Declaration of Conflict of Interest:

Mr. Gerald Kirkconnell informed the Chairman that he was conflicted with one of the companies that had submitted a quote for the replacement of computer software and the request from Caribbean Marine Services (CMS) to waive tender fees.

Mr. Robert Foster informed the Chairman that he was conflicted under the New Business - Seaboard Cayman request to reduce storage charges on empty containers.

4. Matters arising from Previous Minutes:

Matters arising from previous minutes were dealt with in the Updates on Various subjects.

5. Port Director's Monthly Report:

(a) PD Report: - Members approved the Port Director's report for April 2016 and a motion to accept the report was moved by Mr Woodward DaCosta and seconded by Mr Robert Foster.

(b) Operations Report: - Members approved the Operations Report for March 2016 and a motion to accept was moved by Mr. Gerald Kirkconnell and seconded by Ms. Jacqueline Scott. The motion passed unopposed.

(c) Security and Cruise Report: - Members approved the Security and Cruise Report for March 2016 and a motion to accept was moved by Mr. Robert Foster and seconded by Mr Arek Joseph. The motion passed unopposed.

A motion was moved by Mr. Robert Foster and seconded by Mr. Gerald Kirkconnell to adopt the following resolution:

Be it resolved that for health and safety, the Board moves that every passenger vehicle that utilizes PACI facilities have an audible reverse system installed. The implementation date shall be 90 days after receipt of letter. The Manager of Cruise and Security will draft a policy document.

The motion passed unopposed.

(d) Financial Report: - Members approved the Financial Report for March 2016 and a motion to accept was moved by Mr. Arek Joseph and seconded by Mr Ashton Bodden. The motion passed unopposed.

Members approved the Ownership Agreement for the year ending 31 December 2017 and a motion to accept was moved by Mr. Arek Joseph and seconded by Mr. Ashton Bodden. The motion passed unopposed.

Members approved the re-engagement of MERCER to update the report for 2016 and projections for 2016/17 and a motion to accept was moved by Mr. Arek Joseph and seconded by Mr. Ashton Bodden. The motion passed unopposed.

Members approved the proposed Accounting Treatment for Safehaven Marina and a motion to accept was moved by Mr. Robert Foster and seconded by Mr. Gerry Kirkconnell. The motion passed unopposed.

Members agreed not to write off the \$861,000 for professional fees that was suggested in the Financial Report.

6. Update on Various:

(a) Port Authority Marina at Safehaven: - Maples is awaiting acceptance of the revised boundaries and water easements from Ritz Carlton and Dragon Bay.

(b) IT Audit: - KPMG submitted a proposal to provide the following services which will be divided into two phases:

Drafting policies and guidance over Information Security Policies and Guidance Document (IT Securities Policies Document)
Defining a policy over the Acceptable Use of Information
Draft a IT Operations Document

Members approved the KPMG proposal, April 18, 2016 and a motion to accept was moved by Mr. Robert Foster and seconded by Mr Arek Joseph. The motion passed unopposed.

(c) Procurement of Microsoft Software: - Mr. Gerald Kirkconnell being a Director of Kirk ISS recused himself from the meeting.

PACI received two quotes from local licensed vendors of Microsoft

Software. Members reviewed the quotes and approved Kirk ISS as the vendor.

A motion to accept was moved by Mr. Woodward DaCosta and seconded by Mr. Robert Foster. The motion passed with one Member voting no.

Mr. Kirkconnell re-joined the meeting.

- (d) **Recruitment of Staff – Deloitte:** - Deloitte has advertised in the local media and internally for the recruitment of a Deputy Port Director – Cargo, Office Manager and Manager of Facilities and Special Projects. The deadline for submission for applications has closed and shortlisted candidates will be interviewed in May. The interview panels will consist of PACI Port Director, Deloitte and members of the private sector.
- (e) **Spotts Terminal Refurbishment:** - The construction contract with Ron Wilson's Equipment has been executed and work commenced on February 18th on the project. All works have been completed with the exception of the chain link fence which has been ordered.
- (f) **Cargo Pier Rehab and CDC Masterplan:** - The contract for the rehabilitation of the Cargo Pier has been awarded by CTC to McAlpine and work is to commence the first week in May 2016.

APEC Consulting Engineers continue to work on the CDC Masterplan. The first draft of existing infrastructure has been completed, reviewed and signed off.

- (g) **Cruise Berthing Facility:** - Advertisements have been placed in the local media inviting Civil Engineering Consultants experienced in marine engineering and design to prequalify in relation to the provision of a Cruise Berthing Facility in Grand Cayman via a Contractor Design and Build procurement arrangement.

The Government continues to engage the cruise lines in discussion on this project. The engagement of a Senior Project Manager should be finalized in early June 2016.

7. Other Business:

- (a) IT'Sugar (Sugar Rush Ltd.) submitted a request for space reduction and rent abatement for their rental unit in the Royal Watler Cruise Terminal.

Members unanimously agreed to defer the request until the Lessee submits a more aggressive payment schedule for the outstanding rent. The Port Director was instructed to write the Lessee and request such a payment schedule.

- (b)** Mr. Kirkconnell recused himself from the meeting citing that he was conflicted.

A meeting took place between the Ministry of DAT&T and Caribbean Marine Services (CMS) to discuss the way forward with Cruise Berthing Facilities and how CMS would play a role in the transition from tendering to berthing. CMS has committed to purchasing two new tenders in the interim during the transition but are seeking assistance to offset the capital cost and has written a letter to the Port Director for a waiver of the daily tender fees for the next five years.

Members unanimously agreed not to accept this request.

Mr. Kirkconnell re-joined the meeting.

- (c)** Deloitte submitted an Addendum to provide Project Management Services in relation to the development and refinement of job descriptions to the original engagement letter dated January 14, 2015.

Members approved the Addendum letter dated April 22, 2016 and a motion to accept was moved by Mr. Arek Joseph and seconded by Ms. Jacqueline Scott. The motion passed unopposed.

- (d)** A draft Business Case for the replacement of Mechanic Service Fleet and other service vehicles was presented to the Board. Members requested that a payment schedule also be attached to the report before the final document is presented.

- (e)** Mr. Robert Foster recused himself from the meeting being the General Manager of Seaboard Cayman.

The Board is in receipt of a letter dated April 26, 2016 from Seaboard Cayman requesting reduction in storage charges for empty containers that were accumulated between the latter part of 2015 and from January through March 2016.

Members unanimously agreed not to accept this request.

Mr. Foster re-joined the meeting.

Adjournment:

There being no further business the meeting was adjourned at 5:15 pm until the next regular meeting scheduled for May 26th, 2016.



Errol Bush - Chairman



Clement Reid – Secretary